Atty. Docket No: 218678-00037

DECLARATION FOR PATENT APPLICATION AND POWER OF ATTORNEY

| As a below named inventor, I he as stated below next to my name; I believe below) or an original, first and joint invectaimed and for which a patent is | ve that I am the original, first entor (if plural names are li | and sole inventor (if only one sted below) of the subject m | name is listed atter which is |
|---|--|---|--|
| RESTRUCTURING A DEBT INSTRUME | ENT WITHOUT RETIRING | UNDERLYING DEBT," the s | pecification of |
| | | ember 13, 2003 as Applicati | |
| 10/712,481 and was amended on | | (if applicable); () was | filed as PCT |
| International Application No. | onand | was amended under Ar | rticle 19 on |
| (if applicable). | I hereby state that I have re | eviewed and understand the c | contents of the |
| above-identified specification, including acknowledge the duty to disclose to the I to patentability as defined in 37 C.F.R. §1 | Patent and Trademark Office | | |
| I hereby claim foreign priority be inventor's certificate or of any PCT inter United States of America listed below a inventor's certificate or any PCT internation States of America filed by me on the same which priority is claimed: | national application(s) designed have also identified belonal application(s) designation | gnating at least one country of ow any foreign application(s) ng at least one country other the | other than the for patent or nan the United |
| • | | . P I | riority Claimed |
| | | | |
| (Application Serial Number) | (Country) | (Month/Day/Year Filed) | Yes No |
| (Application Serial Number) | (Country) | (Month/Day/Year Filed) | Yes No |
| I hereby claim the benefit under below: | 35 U.S.C. §119(e) of any U | nited States provisional applic | cation(s) listed |
| 60/425,887 | | November 13, 2002 | |
| (Application Serial Number) | | (Month/Day/Year Filed) | |
| | | , , , | |
| (Application Serial Number) | | (Month/Day/Year Filed) | |
| I hereby ('aim the benefit under application(s) designating the United State the claims of this application is not disparagraph of 35 U.S.C. §112, I acknowle material to patentability as defined in 3 application(s) and the national or PCT interests. | es of America listed below a closed in the prior applicati dge the duty to disclose to t 37 C.F.R. §1.56 which occu | and, insofar as the subject ma ion(s) in the manner provide the Office all information know surred between the filing date | tter of each of ed by the first on to me to be |
| (Application Serial Number) | (Month/Day/Year Filed) | (Status-Patented, Pendir | ng or Abandoned) |
| (Application Serial Number) | (Month/Day/Year Filed) | (Status-Patented, Pendir | ng or Abandoned) |

Declaration and Power-of-Attorney

Attorney Docket No. 218678-00037

I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under 18 U.S.C. §1001 and that such willful false statements may jeopardize the validity of the application or any patent issued thereon.

POWER OF ATTORNEY: I hereby appoint as my attorneys, with full powers of substitution and revocation, to prosecute this application and transact all business in the Patent and Trademark Office connected therewith:

| Timothy J. Vezeau | 26,348 | Scott M. Gettleson | 38,158 |
|------------------------|--------|--------------------|--------|
| John S. Paniaguas | 31,051 | James A. Gromada | 44,727 |
| Richard P. Bauer | 31,588 | Dawn C. Hayes | 44,751 |
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| State or Country | State or Country |
| Date | Signature |



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APPLICABLE RULES AND STATUTES

37 CFR 1.56. DUTY OF DISCLOSURE - INFORMATION MATERIAL TO PATENTABILITY (Applicable Portion)

(a) A patent by its very nature is affected with a public interest. The public interest is best served, and the most effective platent by its very nature is anected with a public interest. The public interest is best served, and the most effective platent examination occurs when, at the time an application is being examined, the Office is aware of and evaluates the teachings of all information material to patentability. Each individual associated with the filling and prosecution of a patent application has a duty of candor and good faith in dealing with the Office, which includes a duty to disclose to the Office all information known to that individual to be material to patentability as defined in this section. The duty to disclose Office all information known to that individual to be material to patentability as defined in this section. The duty to disclose information exists with respect to each pending claim until the claim is canceled or withdrawn from consideration, or the application becomes abandoned. Information material to the patentability of a claim that is canceled or withdrawn from consideration need not be submitted if the information is not material to the patentability of any claim remaining under consideration in the application. There is no duty to submit information which is not material to the patentability of any existing claim. The duty to disclose all information known to be material to patentability is deemed to be satisfied if all information the patentability of any claim issued in a patent was cited by the Office as submitted to the Office in the known to be material to patentability of any claim issued in a patent was cited by the Office or submitted to the Office in the manner prescribed by §§ 1.97(b)-(d) and 1.98. However, no patent will be granted on an application in connection with which fraud on the Office was practiced or attempted or the duty of disclosure was violated through bad faith or intentional misconduct. The Office encourages applicants to carefully examine:

prior art cited in search reports of a foreign patent office in a counterpart application, and the closest information over which individuals associated with the filing or prosecution of a patent application believe any pending claim patentability defines, to make sure that any material information contained therein is disclosed to the Office.

Information relating to the following factual situations enumerated in 35 USC 102 and 103 may be considered material under 37 CFR 1.56(a).

35 U.S.C. 102. CONDITIONS FOR PATENTABILITY: NOVELTY AND LOSS OF RIGHT TO PATENT

A person shall be entitled to a patent unless -

(a) the invention was known or used by others in this country, or patented or described in a printed

publication in this or a foreign country, before the invention thereof by the applicant for patent, or

(b) the invention was patented or described in a printed publication in this or a foreign country or in public use or on sale in this country, more than one year prior to the date of the application for patent in the United States, or

(c) he has abandoned the invention, or

(d) the invention was first patented or caused to be patented, or was the subject of an inventor's certificate, by the applicant or his legal representatives or assigns in a foreign country prior to the date of the application for patent in this country on an application for patent or inventor's certificate filed more than twelve months before the filing of the application in the United States, or

(e) the invention was described in a patent granted on an application for patent by another filed in the United States before the invention thereof by the applicant for patent, or on an international application by another who has fulfilled the requirements of paragraph (1), (2), and (4) of section 371(c) of this title before the invention thereof by the

applicant for patent, or

(f) he did not himself invent the subject matter sought to be patented, or (g) before the applicant's invention thereof the invention was made in this country by another who had not abandoned, suppressed, or concealed it. In determining priority of invention there shall be considered not only the respective dates of conception and reduction to practice of the invention, but also the reasonable diligence of one who was first to conceive and last to reduce to practice, from a time prior to conception by the other.

35 U.S.C. 103. CONDITIONS FOR PATENTABILITY; NON-OBVIOUS SUBJECT MATTER (Applicable Portion)

A patent may not be obtained though the invention is not identically disclosed or described as set forth in section 102 of this title, if the differences between the subject matter sought to be patented and the prior art are such that the subject matter as a whole would have been obvious at the time the invention was made to a person having ordinary skill in the

art to which said subject matter pertains. Patentability shall not be negatived by the manner in which the invention was made.

Subject matter developed by another person, which qualifies as prior art only under subsection (f) or (g) of section 102 of this title, shall not preclude patentability under this section where the subject matter and the claimed invention were, at the time the invention was made, owned by the same person or subject to an obligation of assignment to the same person.

35 U.S.C. 112. SPECIFICATION (Applicable Portion)

The specification shall contain a written description of the invention, and of the manner and process of making and using it, in such full, clear, concise, and exact terms as to enable any person skilled in the art to which it pertains, or with which it is most nearly connected, to make and use the same, and shall set forth the best mode contemplated by the inventor of carrying out his invention.